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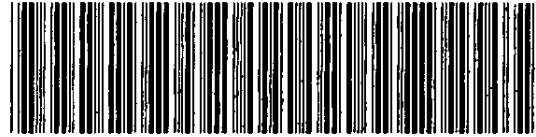
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2008 JUN 18 PM 4:25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch JUN 18 2008

**The Law Office of Arlene C. Udick P.A.**

Attorney At Law

P.O. Box 2094, Lady Lake, Florida 32158-2094  
352/391-1888 Fax: 352/391-9128

June 17, 2008

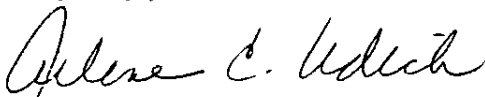
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Clermont Crossings at Lost Lake Property Owners Association, Inc.

Dear Sir or Madam,

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for: \$70.00  
Filing Fee.

Very truly yours,



Arlene C. Udick, Esq.

**ARTICLES OF INCORPORATION  
OF  
CLERMONT CROSSINGS AT LOST LAKE  
PROPERTY OWNERS ASSOCIATION, INC.**

FILED  
2000 JUN 18 PM 4: 25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED HEREBY ASSOCIATE THEMSELVES FOR THE PURPOSE OF FORMING A CORPORATION NOT-FOR-PROFIT UNDER AND PURSUANT TO CHAPTER 617, FLORIDA STATUTES, AND DO HEREBY CERTIFY AS FOLLOWS:

**ARTICLE 1  
NAME**

1.1 The name of the Corporation shall be Clermont Crossings at Lost Lake, Property Owners Association, Inc. and its principal place of business and mailing address shall be 3150 Citrus Tower Boulevard, Building 13, Suite A, Clermont, Florida 34711. For convenience, the Corporation shall be herein referred to as the "Association". Terms not defined herein shall be defined in the Declaration of Covenants and Restrictions for Clermont Crossings at Lost Lake as supplemented from time to time ("Declaration").

**ARTICLE 2  
PURPOSES AND POWERS**

2.1 Purposes. The specific primary purposes for which the Association is organized are to provide for maintenance, preservation and architectural control of the Tracts and Common Elements within the Clermont Crossings at Lost Lake Shopping Center, and to promote the health, safety and welfare of the owners within the above-described development and such additions thereto as may hereafter be brought within the jurisdiction of the Association for such purpose. Further, the Corporation shall be organized to do everything necessary, suitable or proper for the accomplishment, attainment or furtherance of, and to do every other act or thing incidental to, the purposes set forth above.

2.2 Powers. In furtherance of such purposes set forth in Section 2.1 above, Association shall have the power to:

- a. Perform all of the duties and obligations of the Association as set forth in the Declaration.
- b. Affix, levy, collect and enforce payment by any lawful means of all charges and assessments pursuant to the terms of the Declaration; and pay all expenses in connection therewith, and all office and other expenses incidental to the conduct of the business of the Association, including the licenses, taxes or governmental charges levied on or imposed against the property of the Association.
- c. Acquire ( by gift, purchase or otherwise), own, hold and improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of real and personal property in connection with the affairs of the Association.
- d. Borrow money and, subject to the consent by vote or written instrument of two-thirds (2/3) of the Members, mortgage, pledge, convey by deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.
- e. Dedicate, sell or transfer all or any part of the Common Elements to any municipality, public agency, authority, Community Development District, or utility for such purposes and subject to such conditions as may be agreed upon by the Members. No such dedication, sale or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the Members, agreeing to such dedication, sale or transfer.
- f. Participate in mergers and consolidations with other non-profit corporations organized for the same purposes, or annex additional residential property or common elements, provided that any merger, consolidation or annexation shall have the assent by vote or written instrument of two-thirds (2/3) of the Members.
- g. Have and exercise any and all powers, rights and privileges that a non-profit corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

2.3 The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by assessments against

the Members as provided in the Declaration, and no part of any net earnings of the Association will inure to the benefit of any Member. All of the assets and earnings of the Corporation shall be used exclusively for charitable, scientific, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any United States Internal Revenue law) (the "Code"), in the course of which operation:

- a. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its Members (except for a member that qualifies as an exempt organization under Section 115 or Section 501 (c)(3) of the Code), directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance for the purposes set forth in Article IV hereof;
- b. No substantial part of the activities of the Corporation shall be carrying on of propaganda or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501 (b) of the Code), and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.
- c. The Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax and described in Section 501 (c)(3) of the Code or by a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

### ARTICLE III Members

3.1 Every person or entity, who is a record owner of a fee or undivided fee interest in any Building Area, including contract sellers, but excluding persons or entities holding title merely as security for performance of an obligation, shall be a Member of the Association. Membership

shall be appurtenant to and may not be separated from ownership of a Building Area which is subject to assessment by the Association.

#### Article IV

##### Duration

4.1 The period of duration of the Association shall be perpetual.

#### Article V

##### Officer and Directors

5.1 The affairs of the Association will be managed by a Board of Directors, a President, who shall at all times be a member of the Board of Directors, and a Secretary and Treasurer. Such officers shall be elected at the first annual meeting of the Board of Directors.

5.2 The names and addresses of the officers who shall hold office until their successors are elected and have qualified, or unless removed for cause, are as follows:

<u>Officers</u>	<u>Titles</u>	<u>Addresses</u>
Kathleen Hillary	President Treasurer	3150 Citrus Tower Boulevard Building 13, Suite A, Clermont, Florida 34711
Arlene Udick	Secretary	3150 Citrus Tower Boulevard Building 13, Suite A, Clermont, Florida 34711

5.3 The number of persons constituting the first Board of Directors of the Association shall be two (2), and thereafter, the membership shall consist of not less than two (2) and not more than five (5), and the names and addresses of the persons who shall serve as Directors until the first election are:

<u>Directors</u>	<u>Addresses</u>
Kathleen Hillary	3150 Citrus Tower Boulevard Building 13, Suite A, Clermont, Florida 34711
Arlene Udick	3150 Citrus Tower Boulevard Building 13, Suite A,

Clermont, Florida 34711

5.4 The method by which Directors are elected shall be set forth in the Bylaws.

## **ARTICLE VI**

### **Bylaws**

6.1 The Bylaws of the Association may be made, altered or rescinded at any annual meeting of the Association, or at special meeting duly called for such purpose, on the affirmative vote of a majority of the number of total votes of the Members entitled to vote at the time of such meeting, except that the initial Bylaws of the Association shall be made and adopted by the Board of Directors.

## **Article VII**

### **Amendments**

7.1 Amendments to these Articles of Incorporation may be proposed by any Member of the Association. These Articles may be amended at any annual meeting of the Association, or at any special meeting duly called and held for such purpose, on the affirmative vote of a majority of the number of total votes of the Members entitled to vote at the time of such meeting.

## **ARTICLE VIII**

### **Voting**

8.1 The Association shall have one class of voting Members which shall be all owners of a fee simple interest in any Building Area, as defined in the Bylaws of the Association. There shall be a total of 1,000 votes within the Association's voting class, which votes shall be apportioned equally among the Members.

If there is more than one Owner of any Building Area, then the number of votes attributable to that Building Area shall be apportioned among the Owners according to percentage of land ownership held within such Building Area.

## **ARTICLE IX**

### **Incorporator**

Kathleen Hillary

3150 Citrus Tower Boulevard  
Building 13, Suite A,  
Clermont, Florida 34711

**ARTICLE X**  
**Dissolution**

10.1 Upon a two-thirds (2/3) vote of the Members, the Association may be dissolved. The procedures for dissolution will be set forth in Chapter 617 Florida Statutes. In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation to any entity exempt from federal taxation under Section 501(c) (3). Any assets not so distributed shall be disposed of by the court of competent jurisdiction in the County and State in which the principal office of the Corporation is then located to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

**Article XI**  
**Registered Agent**

11.1 The initial registered agent of the corporation shall be Arlene C. Udick and the initial registered address of the corporation shall be 301 Skyline Drive, Suite 3, Lady Lake, Florida 32159.

**Article XII**  
**Effective Date**

12.1 The effective date of this Corporation shall be upon filing with the Office of the Secretary of State of the State of Florida.

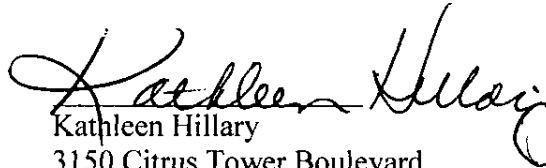
**Article XIII**  
**Indemnification**

13.1 Each Director and Officer of this Association shall be indemnified by the Association against all costs and expense reasonable incurred or imposed upon him or her in connection arising out of any action, suit or proceedings in which he or she may be involved or



11<sup>th</sup> IN WITNESS WHEREOF, I have set my hand and seal at Clermont, Florida this  
11 day of June, 2008.

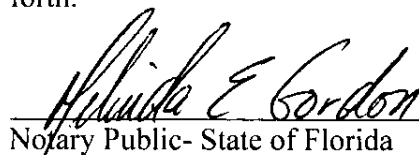
INCORPORATOR:



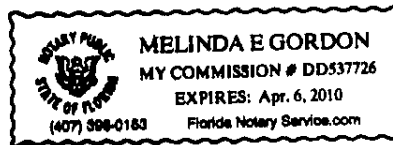
Kathleen Hillary  
3150 Citrus Tower Boulevard  
Building 13, Suite A,  
Clermont, Florida 34711

STATE OF FLORIDA  
COUNTY OF LAKE

I hereby certify that on this 11<sup>th</sup> day of June 2008, before me, the undersigned authority, personally appeared Kathleen Hillary, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

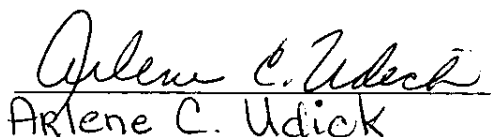
  
Notary Public- State of Florida

Printed name of Notary Public  
Commission Number \_\_\_\_\_



ACCEPTANCE BY REGISTERED AGENT:

I am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

  
Arlene C. Udick